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**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:  
USA COMMERCIAL MORTGAGE COMPANY,  
  
Debtor.

In re:  
USA CAPITAL REALTY ADVISORS, LLC,  
  
Debtor.

In re:  
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
  
Debtor.

In re:  
USA CAPITAL FIRST TRUST DEED FUND, LLC,  
  
Debtor.

In re:  
USA SECURITIES, LLC,  
  
Debtor.

Affects:  
☒ All Debtors  
☐ USA Commercial Mortgage Company  
☐ USA Capital Realty Advisors, LLC  
☐ USA Capital Diversified Trust Deed Fund, LLC  
☐ USA Capital First Trust Deed Fund, LLC  
☐ USA Securities, LLC

USACM LIQUIDATING TRUST; and  
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC;  
  
Plaintiffs,

v.

BEADLE, MCBRIDE, EVANS & REEVES, LLP, REEVES,  
EVANS, MCBRIDE & ZHANG, LLP, TG MCBRIDE CPA  
LTD., and T. GARTH MCBRIDE,

Defendants.

Case Nos.:  
BK-S-06-10725-LBR  
BK-S-06-10726-LBR  
BK-S-06-10727-LBR  
BK-S-06-10728-LBR  
BK-S-06-10729-LBR

JOINTLY ADMINISTERED  
Chapter 11 Cases

Judge Linda B. Riegler

**NOTICE OF APPLICATION TO  
COMPROMISE AND SETTLE  
CONTROVERSIES WITH BMER**

Hearing Date: November 18, 2008  
Hearing Time: 9:30 a.m.

1                   **NOTICE OF APPLICATION TO COMPROMISE AND SETTLE**  
2                   **CONTROVERSIES WITH BEADLE, MCBRIDE, EVANS & REEVES, LLP, ET AL.**

3 TO: DEBTORS, ALL CREDITORS, AND OTHER PARTIES IN INTEREST

4           **PLEASE TAKE NOTICE** that on or about October 20, 2008, Geoffrey Berman (“Berman” or  
5 the “Trustee”), Trustee of the USACM Liquidating Trust (the “USACM Trust”) and Michael Tucker  
6 (“Tucker” or the “Manager”), Manager of the USA Capital Diversified Trust Deed Fund, LLC (“DTDF”) *et al.*  
7 filed an *Application to Compromise and Settle Controversies with Beadle, McBride, Evans & Reeves, LLP,*  
8 *et al.* (the “Motion”) and move the Court for: (a) an order pursuant to Federal Rule of Bankruptcy  
9 Procedure 9019 (“Rule 9019”) approving the Settlement Agreement, Mutual Release, and Covenants (the  
10 “Settlement Agreement”) between the Trustee, the USACM Trust, the Manager, and DTDF, and the  
11 Defendants, Beadle, McBride, Evans & Reeves, LLP, Reeves, Evans, McBride & Zhang, LLP, TG  
12 McBride CPA Ltd., and T. Garth McBride (collectively, “BMER”) (collectively the Trustee, USACM  
13 Trust, the Manager, DTDF, and BMER are referred to as the “Parties”), the former auditor of DTDF and  
14 USA Capital First Trust Deed Fund, LLC; and (b) an order pursuant to Nevada Revised Statute § 17.225, et  
15 seq. barring claims against BMER for indemnity and/or contribution.

16           As set forth in the Motion, the Trustee, the USACM Trust, the Manager, and DTDF seek authority  
17 to settle claims arising from a dispute with BMER. The Parties have entered into an agreement to settle  
18 their respective claims pursuant to which BMER will pay to the USACM Trust \$1,500,000.00 (the  
19 “Settlement Amount”). Consistent with the agreement between the USACM Trust and DTDF, DTDF will  
20 share in the settlement as a beneficiary of the USACM Trust and as otherwise described in the agreement  
21 between the USACM Trust and DTDF dated and filed with the Court on March 13, 2008. Payment of the  
22 Settlement Amount is contingent upon the Court’s approval of the Settlement Agreement under Rule 9019.  
23 Effective upon payment of the settlement amount, the Parties will exchange full mutual releases. The

1 Parties believe the proposed settlement is fair and reasonable and in the best interests of the beneficiaries of  
2 the USACM Trust and DTDF.

3 Objections, if any, to the proposed settlement described in the Motion must be filed ***no***  
4 ***later than 15 days*** after the date of this Notice with the Clerk of the United States Bankruptcy  
5 Court, 300 Las Vegas Boulevard South, Las Vegas, Nevada 89101, with a copy to be served  
6 concurrently upon both the Debtors' counsel and BMER's counsel at the address set forth below.  
7 If the hearing date has been set on less than 15 days' notice, then the opposition must be filed  
8 and served ***no later than 5 business days*** before the hearing. The opposition must state your  
9 position, set forth all relevant facts and legal authority, and be supported by affidavits or  
10 declarations that conform to Local Rule 9014(c).

11 If you object to the relief requested in the Motion, you ***must*** file a **WRITTEN** response  
12 to the Motion with the Court. You ***must*** also serve your written response on the person who sent  
13 you this notice.

14 If you do not file a written response with the Court, or if you do not serve your written  
15 response on the person who sent you this notice, then:

- 16 • The Court may *refuse to allow you to speak* at the scheduled hearing; and
- 17 • The Court may *rule against you* without formally calling the matter at the hearing.

18 **NOTICE IS FURTHER GIVEN** that a hearing will be held to consider the Motion and  
19 objections, if any, on **Tuesday, November 18, 2008, at 9:30 a.m** before the Honorable Linda B.  
20 Riegle, United States Bankruptcy Judge in Courtroom 1 at 300 Las Vegas Boulevard South, Las  
21 Vegas, Nevada 89101, at which time you may, but need not appear. If no objections to the  
22 Motion are made, the Court may enter its order authorizing the Parties to enter into the  
23 settlement without further hearing thereon.

1 Dated: October 20, 2008

2 /S/ GEOFFREY BERMAN  
3 **GEOFFREY BERMAN, AS THE TRUSTEE**  
4 **FOR THE USACM LIQUIDATING TRUST**

5 /S/ MICHAEL TUCKER  
6 **MICHAEL TUCKER, AS THE MANAGER**  
7 **FOR USA CAPITAL DIVERSIFIED TRUST**  
8 **DEED FUND, LLC**

9 *COUNSEL FOR THE USACM LIQUIDATING TRUST:*  
10 **DIAMOND MCCARTHY, LLP**

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17 *COUNSEL FOR BEADLE, MCBRIDE, EVANS & REEVES, LLP, ET AL.:*

18 **MAXIE, RHEINHEIMER, STEPHENS**  
19 **& VREVICH, LLP**

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